to plaintiff, and to fully and truthfully disclose to plaintiff all material aspects concerning any proposed limited partnership investment.

80. Plaintiff's reliance upon defendants' representations were reasonable in that plaintiff lacked sophistication in financial matters, believed that defendants were experts in these matters, had employed defendants and paid them to provide expert financial advice, and had the trust and confidence in defendants concerning financial matters.

81. As a direct result of defendants' material misstatements and omissions plaintiff has been damaged in the amount of at least $500,000.

ELEVENTH CAUSE OF ACTION

(Implied Indemnity)

(Against All Defendants

82. Plaintiff realleges and reincorporates herein by reference the allegations contained in paragraphs 1 through 17, and 29 through 33, inclusive, as though realleged here in full.

83. Defendants failed to perform in accordance with fiduciary duties owed plaintiff and failed to perform in accordance with the parties' agreement, which agreement is alleged above. Among other things, defendants failed to place plaintiff's interest above their own, failed to invest plaintiff's money in marketable investments that would provide plaintiff with a financially secure future and invested plaintiff's money in unsuitable tax shelters in which defendants were financially interested.

84. As a direct result of defendants' failure to perform as alleged in the preceding paragraph, plaintiff has been,

the target of lawsuits and Internal Revenue Service assessments arising from his investments. Said "investments," including Addison Associates and Monetary Associates were mere tax shelters not designed to produce profit and were attacked by the United States Revenue Service and the Franchise Tax Board as such. As a result of the Internal Revenue Service and Franchise Tax Board's attacks, and as a result of the improper deductions, interest and penalties which he was charged, plaintiff was compelled to and did pay in excess of $150,000.00, to taxing authorities. The precise amount of defendant's loss is unknown, at this time, because pertinent documentation remains in defendant's control.

85. Furthermore, as a direct result of defendants' placing plaintiff's money in the Addison and Monetary Associates limited partnerships, plaintiff has been the target of a civil lawsuit by creditors of the general partners of these limited partnerships. Defendants, as general partners of Addison and Monetary Associates, structured the partnerships so that the "limited" partners assumed risk of loss for partnership debts at three times their investment. Addison and Monetary Associates are named defendants in the *Securities Group Litigation*. As a result of the limited partnership investments, plaintiff faces potential liabilities of three times his investment.

86. Defendants are aware of the *Securities Group Litigation*, and plaintiff's potential liabilities flowing from that litigation. Furthermore, defendants are aware of the * * *